



Form Revision Date 07/2016

ARTICLES OF INCORPORATION

For use by DOMESTIC NONPROFIT CORPORATION

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

DWELLING PLACE REGIONAL COMMUNITY LAND TRUST

ARTICLE II

The purpose or purposes for which the corporation is formed are:

A. To receive and administer funds and to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or comparable provisions of subsequent legislation ("Code"), and in particular:

- (1) To provide opportunities for low- and moderate-income people to secure housing that is decent and affordable;
- (2) To preserve the quality and affordability of housing for future low- and moderate-income residents of the community;
- (3) To combat community deterioration in economically disadvantaged neighborhoods by promoting the development, rehabilitation, and maintenance of decent housing in these neighborhoods; by promoting economic opportunities for low- and moderate- income residents of these neighborhoods; by making land available for projects and activities that improve the quality of life in these neighborhoods; and by assisting residents of these neighborhoods in improving the safety and well-being of their community;
- (4) To protect the natural environment and to promote the ecologically sound use of land and natural resources and the long-term health and safety of the community; and

(5) To serve the public welfare by engaging in the activities identified above; by promoting housing opportunities for low- and moderate-income people generally; and by educating individuals and the general public concerning housing for low- and moderate-income people.

B. To acquire, own, dispose of, and deal with real and personal property and interests therein and to apply gifts, grants, bequests, and devises and their proceeds in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501(c)(3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Michigan.

ARTICLE III

The Corporation is formed upon basis.

If formed on a stock basis, the total number of shares the corporation has authority to issue is

If formed on a nonstock basis, the description and value of its real property assets are (if none, insert "none"):

None.

The description and value of its personal property assets are (if none, insert "none"):

None.

The corporation is to be financed under the following general plan:

Contributions from individuals and organizations, revenue from activities related to the Corporation's exempt purposes, income from the investment of the Corporation's funds, and other sources that may be available.

The Corporation is formed on a basis.

ARTICLE IV

The street address of the registered office of the corporation and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

1. Agent Name: TIMOTHY J. ORLEBEKE
2. Street Address: 80 OTTAWA AVENUE NW
Apt/Suite/Other: SUITE 400
City: GRAND RAPIDS
State: MI Zip Code: 49503

3. Registered Office Mailing Address:
P.O. Box or Street Address: 80 OTTAWA AVENUE NW
Apt/Suite/Other: SUITE 400
City: GRAND RAPIDS
State: MI Zip Code: 49503

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Table with 2 columns: Name, Residence or Business Address. Row 1: TIMOTHY J. ORLEBEKE, 80 OTTAWA AVENUE NW, SUITE 400, GRAND RAPIDS, MI 49503 USA

Use the space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added.

ARTICLE VI

A. A DIRECTOR OR VOLUNTEER OFFICER SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION FOR MONEY DAMAGES FOR ANY ACTION TAKEN OR ANY FAILURE TO TAKE ANY ACTION AS A DIRECTOR OR VOLUNTEER OFFICER, EXCEPT LIABILITY FOR ANY OF THE FOLLOWING:

- (1) THE AMOUNT OF A FINANCIAL BENEFIT RECEIVED BY A DIRECTOR OR VOLUNTEER OFFICER TO WHICH HE OR SHE IS NOT ENTITLED;
(2) INTENTIONAL INFLICTION OF HARM ON THE CORPORATION;
(3) A VIOLATION OF SECTION 551 OF THE ACT (WHICH RELATED TO THE MAKING OF UNAUTHORIZED DISTRIBUTIONS OR LOANS);
(4) AN INTENTIONAL CRIMINAL ACT; OR
(5) A LIABILITY IMPOSED UNDER SECTION 497(A) OF THE ACT (WHICH UPON TERMINATION OF A DERIVATIVE PROCEEDING PERMITS A COURT TO ORDER THE PLAINTIFF TO PAY DEFENDANT'S EXPENSES INCURRED IN DEFENDING THE PROCEEDING.)

IF THE ACT IS AMENDED TO FURTHER ELIMINATE OR LIMIT THE LIABILITY OF A DIRECTOR OR VOLUNTEER OFFICER, THEN A DIRECTOR OR VOLUNTEER OFFICE (IN ADDITION TO THE CIRCUMSTANCES IN WHICH A DIRECTOR OR VOLUNTEER OFFICER IS NOT PERSONALLY LIABLE AS SET FORTH IN THE PRECEDING PARAGRAPH(S) SHALL, TO THE FULLEST EXTENT PERMITTED BY THE ACT AS SO AMENDED, NOT BE LIABLE TO THE CORPORATION. NO AMENDMENT TO OR ALTERATION, MODIFICATION OR REPEAL OF THIS ARTICLE SHALL INCREASE THE LIABILITY OR ALLEGED LIABILITY OF ANY DIRECTOR OR VOLUNTEER OFFICER OF THE CORPORATION FOR OR CONCERNING ANY ACT OR OMISSION OF SUCH DIRECTOR OR OFFICER OCCURRING BEFORE SUCH AMENDMENT, ALTERATION, MODIFICATION, OR REPEAL.

B. THE CORPORATION SHALL ASSUME ALL LIABILITY TO ANY PERSON, OTHER THAN THE CORPORATION, FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR OCCURRING ON OR AFTER THE FILING OF THESE ARTICLES OF INCORPORATION AND INCURRED IN THE GOOD FAITH PERFORMANCE OF THE VOLUNTEER DIRECTOR'S DUTIES. HOWEVER, THE CORPORATION SHALL NOT ASSUME ANY LIABILITY TO THE EXTENT THE ASSUMPTION IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501 (C)(3) OF THE CODE.

C. THE CORPORATION ASSUMES ALL LIABILITY TO ANY PERSON OTHER THAN THE CORPORATION FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR INCURRED IN THE GOOD FAITH PERFORMANCE OF THE VOLUNTEER DIRECTOR'S DUTIES AS SUCH. IN ADDITION, THE CORPORATION SHALL ASSUME THE LIABILITY FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR OR VOLUNTEER OFFICER, IF ALL OF THE FOLLOWING CONDITIONS ARE MET:

- (1) THE VOLUNTEER WAS ACTING OR REASONABLY BELIEVED HE OR SHE WAS ACTING WITHIN THE SCOPE OF HIS OR HER AUTHORITY;
(2) THE VOLUNTEER WAS ACTING IN GOOD FAITH;

(3) THE VOLUNTEER'S CONDUCT DID NOT AMOUNT TO GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT;

(4) THE VOLUNTEER'S CONDUCT WAS NOT AN INTENTIONAL TORT; AND

(5) THE VOLUNTEER'S CONDUCT WAS NOT A TORT ARISING OUT OF THE OWNERSHIP, MAINTENANCE, OR USE OF A MOTOR VEHICLE FOR WHICH TORT LIABILITY MAY BE IMPOSED AS PROVIDED IN SECTION 3135 OF THE MICHIGAN INSURANCE CODE OF 1956, ACT NO. 218 OF THE PUBLIC ACTS OF 1956, BEING SECTION 500.3135 OF THE MICHIGAN COMPILED LAWS.

IF THE ACT IS FURTHER AMENDED AFTER THE FILING OF THESE ARTICLES OF INCORPORATION TO AUTHORIZE THE FURTHER ELIMINATION OR LIMITATION OF THE LIABILITY OF DIRECTORS, OFFICERS, OR NONDIRECTOR VOLUNTEERS OF NONPROFIT CORPORATIONS, THEN THE LIABILITY OF THE CORPORATION'S DIRECTORS, OFFICERS, AND NONDIRECTOR VOLUNTEERS, IN ADDITION TO THE LIMITATION, ELIMINATION AND ASSUMPTION OF PERSONAL LIABILITY CONTAINED IN THIS ARTICLE, WILL BE ASSUMED BY THE CORPORATION OR ELIMINATED OR LIMITED TO THE FULLEST EXTENT PERMITTED BY THE ACT AS SO AMENDED., EXCEPT TO THE EXTENT SUCH LIMITATION, ELIMINATION, OR ASSUMPTION OF LIABILITY IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE. NO AMENDMENT TO OR ALTERATION, MODIFICATION, OR REPEAL OF THIS ARTICLE SHALL REDUCE THE SCOPE OF THE CORPORATION'S ASSUMPTION OF LIABILITY UNDER THIS ARTICLE FOR OR CONCERNING ANY VOLUNTEER'S ACTS OR OMISSIONS THAT OCCUR BEFORE SUCH AMENDMENT, ALTERATION, MODIFICATION, OR REPEAL. AMENDMENTS TO THIS SECTION OF THE ARTICLES SHALL APPLY ONLY TO ACTS OR OMISSIONS AND TO BREACHES OF DUTY OCCURRING AFTER THE DATE THE AMENDED ARTICLE WAS ADOPTED.

ARTICLE VII

NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTED TO, ITS DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSONS UNLESS ALLOWED BY SECTION 501(C)(3) OF THE CODE AND THE MICHIGAN NONPROFIT CORPORATION ACT ("ACT"), EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH HEREIN. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISIONS OF THE CORPORATION'S ARTICLES OF INCORPORATION OR BYLAWS, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON: (A) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE, OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE.

ARTICLE VIII

UPON TERMINATION OR DISSOLUTION OF THE CORPORATION, ANY ASSETS LAWFULLY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED TO ONE OR MORE QUALIFYING ORGANIZATIONS DESCRIBED IN SECTION 501(C)(3) OF THE CODE THAT HAVE A CHARITABLE PURPOSE WHICH, AT LEAST GENERALLY, INCLUDES A PURPOSE SIMILAR TO THE TERMINATING OR DISSOLVING CORPORATION. A MAJORITY VOTE OF THE DIRECTORS SHALL DECIDE THE ORGANIZATION OR ORGANIZATIONS THAT WILL RECEIVE THE CORPORATION'S ASSETS. IF THE DIRECTORS CANNOT AGREE, THEN THE ASSETS SHALL BE DISPOSED OF BY THE CIRCUIT COURT OF KENT COUNTY, MICHIGAN, WHICH WILL SELECT THE QUALIFYING ORGANIZATION OR ORGANIZATIONS TO RECEIVE THE ASSETS TO BE DISTRIBUTED, GIVING PREFERENCE, IF PRACTICABLE TO AN ORGANIZATION OR ORGANIZATIONS LOCATED WITHIN THE STATE OF MICHIGAN THAT THE COURT FINDS WILL LIKELY ACCOMPLISH PURPOSES WHICH ARE, AT LEAST GENERALLY, SIMILAR TO THE TERMINATING OR DISSOLVING CORPORATION. IN THE EVENT THAT THE COURT FINDS THAT THIS SECTION IS APPLICABLE BUT THAT THERE IS NO QUALIFYING ORGANIZATION KNOWN TO IT WHICH HAS A CHARITABLE PURPOSE WHICH, AT LEAST GENERALLY, INCLUDES A PURPOSE SIMILAR TO THIS CORPORATION, THEN THE COURT SHALL DIRECT THE DISTRIBUTION OF THE CORPORATION'S ASSETS TO THE TREASURE OF THE STATE OF MICHIGAN TO BE ADDED TO THE GENERAL FUND.

Signed this 30th Day of June, 2020 by the incorporator(s).

Signature	Title	Title if "Other" was selected
Timothy J. Orlebeke	Incorporator	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
FILING ENDORSEMENT

This is to Certify that the ARTICLES OF INCORPORATION

for

DWELLING PLACE REGIONAL COMMUNITY LAND TRUST

ID Number: 802471033

received by electronic transmission on June 30, 2020 ***, is hereby endorsed.***

Filed on July 10, 2020 ***, by the Administrator.***

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 10th day of July, 2020.

Linda Clegg

Linda Clegg, Interim Director

Corporations, Securities & Commercial Licensing Bureau